Confidential

THE REPUBLIC OF THE UNION OF MYANMAR
YANGON REGION INVESTMENT COMMITTEE
Plot No. 49, Seinlae May Street,
Kabar Aye Road Yankin Township, Yangon

Republic of the Union of Myanmar Yangon Region Investment Committee
No. 433
Date 25.7.2018

Tel: 01- 658263
Fax: 01-658264

Our ref : YRIC -1 /E-068/2018(433)
Date : 25 July 2018

Subject: Decision of the Yangon Region Investment Committee on the Endorsement for manufacturing and marketing of transformers under the name of Vivo Power Myanmar Company Limited

Reference: Vivo Power Myanmar Company Limited's letter dated 3rd July 2018

1. The Yangon Region Investment Committee, at its meeting (9/2018) held on 4th July 2018, approved the Endorsement for investment in manufacturing and marketing of transformers under the name of Vivo Power Myanmar Company Limited by XME Engineering Pte. Ltd. (50%), Bulox Power Pte Ltd. (25%) from Singapore and Myanmar Marcopolo Co., Ltd. (25%) from Myanmar as a joint venture investment in accordance with the Myanmar Investment Law and Rules.

2. The terms and conditions of the Endorsement are stated in the following paragraphs:

(a) The term of an Endorsed project shall be thirty (30) years commencing from the date of the issuance of the Endorsement by the Yangon Region Investment Committee.

(b) The term of the Lease Agreement for land and buildings shall be initially thirty (30) years and extendable for two times for ten (10)years and commencing from the date of signing of the Lease Agreement between U Wong Law Sein @ U Hla Thein and Daw Khin Khin Yee@ Koe Kyin Hoon (Lessor) and Vivo Power Myanmar Company Limited (Lessee)

(c) The annual rent for the land and buildings shall be US$ 100266.78 (United States Dollar one hundred thousand,

two hundred and sixty-six and seventy-eight cents only) calculated at the rate of US$ 8.99 per square meter per year of the land and buildings measuring of 11153.146 square meters (2.756 acres).

(d) Vivo Power Myanmar Company Limited, which has obtained the Endorsement for enjoyment of exemptions and reliefs under sections 75,77 and 78 of the Chapter XVIII of Myanmar Investment Law, may submit the application form.

(e) Vivo Power Myanmar Company Limited shall use its best efforts to achieve a timely realization of the work stated in the Endorsement application.

(f) Vivo Power Myanmar Company Limited shall obey and respect the responsibilities of investors under section 65 of Myanmar Investment Law and Chapter XX of Myanmar Investment Rules.

(g) Vivo Power Myanmar Company Limited shall carry out prevention, mitigation and monitoring of significant environmental impacts according to the type of investment activities in accordance with the relevant laws, rules, regulations and procedures.

(h) Vivo Power Myanmar Company Limited shall submit to the Myanmar Investment Commission any transfer of shares or transfer of the business to any person during the investment period in accordance with section 72 of Myanmar Investment Law and rule 191of Myanmar Investment Rules.

(i) Vivo Power Myanmar Company Limited which has benefitted from the Endorsement or enjoyment of exemptions or reliefs shall submit an annual report in the prescribed form to the Myanmar Investment Commission within three (3) months at the end of the financial year in accordance with rule 196 of Myanmar Investment Rules and shall publish a summary of the

report on its website or the Myanmar Investment Commission's website.

(j) Vivo Power Myanmar Company Limited must, during the operation period under the Endorsement of the Yangon Region Investment Committee, submit its operating report quarterly in the prescribed form in accordance with rule 197 of Myanmar Investment Rules.

3. Vivo Power Myanmar Company Limited shall submit five (5) copies of all approvals, licences, permits and similar authorizations relevant to the initial implementation of the investment and the Lease Agreement for land and building to the Yangon Region Investment Committee.

(Phyo Min Thein)
Chairman

Vivo Power Myanmar Company Limited

cc: 1. Ministry of Home Affairs
2. Ministry of Office of the Union Government
3. Office of the Myanmar Investment Commission
4. Ministry of Natural Resources and Environmental Conservation
5. Ministry of Labour, Immigration and Population
6. Ministry of Industry
7. Ministry of Commerce
8. Ministry of Planning and Finance
9. Director General, Department of Environmental Conservation
10. Director General, Directorate of Labour
11. Director General, Department of Immigration
12. Director General, Directorate of Industrial Supervision and Inspection
13. Director General, Department of Trade
14. Director General, Directorate of Investment and Company Administration
15. Director General, National Archives Department

17. Director General, Internal Revenue Department
18. Monitoring and Supervision Division, Directorate of Investment and Company Administration

Form (5-B)

THE REPUBLIC OF THE UNION OF MYANMAR

YANGON REGION INVESTMENT COMMITTEE

ENDORSEMENT

No. YGN-068/2018 Date 25 JULY 2018

This endorsement is issued by the Yangon Region Investment Committee according to the section 25, sub-section (d) of the Myanmar Investment Law-

(1) Name of Investor U HLA THEIN @ WONG LAW SEIN

(2) Citizenship MYANMAR

(3) Residence Address N0.131, SECOND FLOOR, LANMADAW STREET, & 7-WARD, LANMADAWTOWNSHIP , YANGON.

(4) Name and Address of Principal Organization -

(5) Place of Incorporation -

(6) Type of business MANUFACTURING AND MARKETING OF TRANSFORMERS

(7) Place(s) of investment Project PLOT NO.(39,48), MYAY TAING BLOCK NO(INDUSTRY ZONE -2), DAGON MYOTHIT SEIK KAN TOWNSHIP, YANGON REGION

(8) Amount of Foreign Capital US$ 1.544 MILLION

(9) Period for Foreign Capital to be brought in WITHIN ONE YEAR FROM THE DATE OF ISSUANCE OF ENDORSEMENT

(10) Total Amount of Capital (Kyat) EQUIVALENT IN KYAT OF US$ 2.059 MILLION (INCLUDING US$ 1.544 MILLION)

(11) Construction/ Preparation Period ONE YEAR

(12) Validity of Endorsement 30 YEARS

(13) Form of Investment JOINT VENTURE

(14) Name of Company Incorporated in Myanmar VIVO POWER MYANMAR COMPANY LIMITED

YRIC2018068

25/7/2018

Chairman

Yangon Region Investment Committee

ပုံစံ (၅-ခ)

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်

ရန်ကုန်တိုင်းဒေသကြီးရင်းနှီးမြှုပ်နှံမှု ကော်မတီ

အတည်ပြုမိန့်

အတည်ပြုမိန့်အမှတ် ရကတ-ဝ၆၈/၂၀၁၈ ၂၀၁၈ ခုနှစ် ဇူလိုင် လ ၂၄ ရက်

ရန်ကုန်တိုင်းဒေသကြီး ရင်းနှီးမြှုပ်နှံမှု ကော်မတီသည် မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှု ဥပဒေ ပုဒ်မ-၂၅ ပုဒ်မခွဲ (ဃ) အရ ဤအတည်ပြုမိန့်ကိုထုတ်ပေးလိုက်သည် -

(၁) **ရင်းနှီးမြှုပ်နှံသူအမည်** ဦးဝေါင်လောရှင်(ခ) ဦးလှသိန်း

(၂) **နိုင်ငံသား** မြန်မာ

(၃) **နေရပ်လိပ်စာ** အမှတ် ၁၃၁၊ ဒုတိယထပ်၊ လမ်းမတော်လမ်း၊ ၇-ရပ်ကွက်၊ လမ်းမတော်မြို့နယ်၊ ရန်ကုန်မြို့

(၄) **ပင်မအဖွဲ့အစည်းအမည်နှင့်လိပ်စာ**

(၅) **ဖွဲ့စည်းရာအရပ်**

(၆) **ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား** ထရန်စဖော်မာများ ထုတ်လုပ်ရောင်းချ ဖြန့်ဖြူးခြင်း လုပ်ငန်း

(၇) **ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ)** မြေကွက်အမှတ် (၃၉နှင့်၄၈)၊ မြေတိုင်း ရပ်ကွက် အမှတ် (စက်မှုဇုန်-၂)၊ ဒဂုံမြို့သစ် ဆိပ်ကမ်းမြို့နယ်၊ ရန်ကုန်တိုင်းဒေသကြီး

(၈) **နိုင်ငံခြားမတည်ငွေရင်း ပမာဏ** အမေရိကန်ဒေါ်လာ ၁.၅၄၄ သန်း

(၉) **နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ** အတည်ပြုမိန့် ရရှိသည့် နေ့မှ ၁ နှစ် အတွင်း

(၁၀) **စုစုပေါင်း မတည်ငွေရင်းပမာဏ(ကျပ်)** အမေရိကန်ဒေါ်လာ ၂.၀၅၉ သန်း နှင့်ညီမျှသော မြန်မာကျပ်ငွေ (အမေရိကန်ဒေါ်လာ ၁.၅၄၄ သန်းအပါအဝင်)

(၁၁) **တည်ဆောက်မှု/ပြင်ဆင်မှုကာလ** ၁ နှစ်

(၁၂) **အတည်ပြုမိန့်သက်တမ်း** ၃၀ နှစ်

(၁၃) **ရင်းနှီးမြှုပ်နှံမှုပုံစံ** ဖက်စပ်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု

(၁၄) **မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည်** VIVO POWER MYANMAR COMPANY LIMITED

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ဥက္ကဋ္ဌ